

RESOLUTION OF THE BOSTON REDEVELOPMENT AUTHORITY
RE: TENTATIVE DEVELOPER DESIGNATION OF THE NATIONAL CENTER
OF AFRO-AMERICAN ARTISTS, INC. AS CO-REDEVELOPER OF
DISPOSITION PARCELS P3-c, P3-d, P3-e, P3-g, AND PORTIONS
OF PARCEL P3-b IN THE CAMPUS HIGH SCHOOL URBAN RENEWAL
AREA, PROJECT MASS. R-129

WHEREAS, the Boston Redevelopment Authority (hereinafter referred to as the "Authority"), has entered into a contract for loan and capital grant with the Federal Government under Title I of the Housing Act of 1949, as amended, which contract provides for financial assistance in the hereinafter identified Project; and

WHEREAS, the Urban Renewal Plan for the Campus High School Urban Renewal Area, Project No. Mass. R-129, (hereinafter referred to as the "Project Area"), has been duly reviewed and approved in full compliance with local, State and Federal law; and

WHEREAS, the Authority is cognizant of the conditions that are imposed in the undertaking and carrying out of urban renewal projects with Federal financial assistance under said Title I, including those prohibiting discrimination because of race, color, sex, religion or national origin; and

WHEREAS, the National Center of Afro-American Artists, Inc. has expressed an interest in and has submitted a satisfactory proposal which requires the selection of a co-redeveloper for the development of Disposition Parcels P3-c, P3-d, P3-e, P3-g and portions of Parcel P3-b on the Campus High School Urban Renewal Area; and

WHEREAS, the Authority is cognizant of Chapter 30, Sections 61 through 62H of the Massachusetts General Laws, as amended, with respect to minimizing and preventing damage to the environment:

NOW, THEREFORE, BE IT RESOLVED BY THE BOSTON REDEVELOPMENT AUTHORITY:

1. That the National Center of Afro-American Artists, Inc. be and hereby is tentatively designated as Co-Redeveloper of Disposition Parcels P3-c, P3-d, P3-e, P3-g and portions of Parcel P3-b in the Campus High School Urban Renewal Area subject to:

(a) Publication of all public disclosure and issuance of all approvals required by the Massachusetts General Laws and Title I of the Housing Acts of 1949, as amended; and

(b) Submission within thirty (30) days in a form satisfactory to the Authority of evidence of reorganization of the National Center of Afro-American Artists, Inc.'s corporate and management structure in substantial conformity with the summary and draft by-laws attached hereto.

2. That it is hereby found and determined that the proposed development will not result in significant damage to or impairment of the environment and further, that all practicable feasible means and measures have been taken and are being utilized to avoid or minimize damage to the environment.

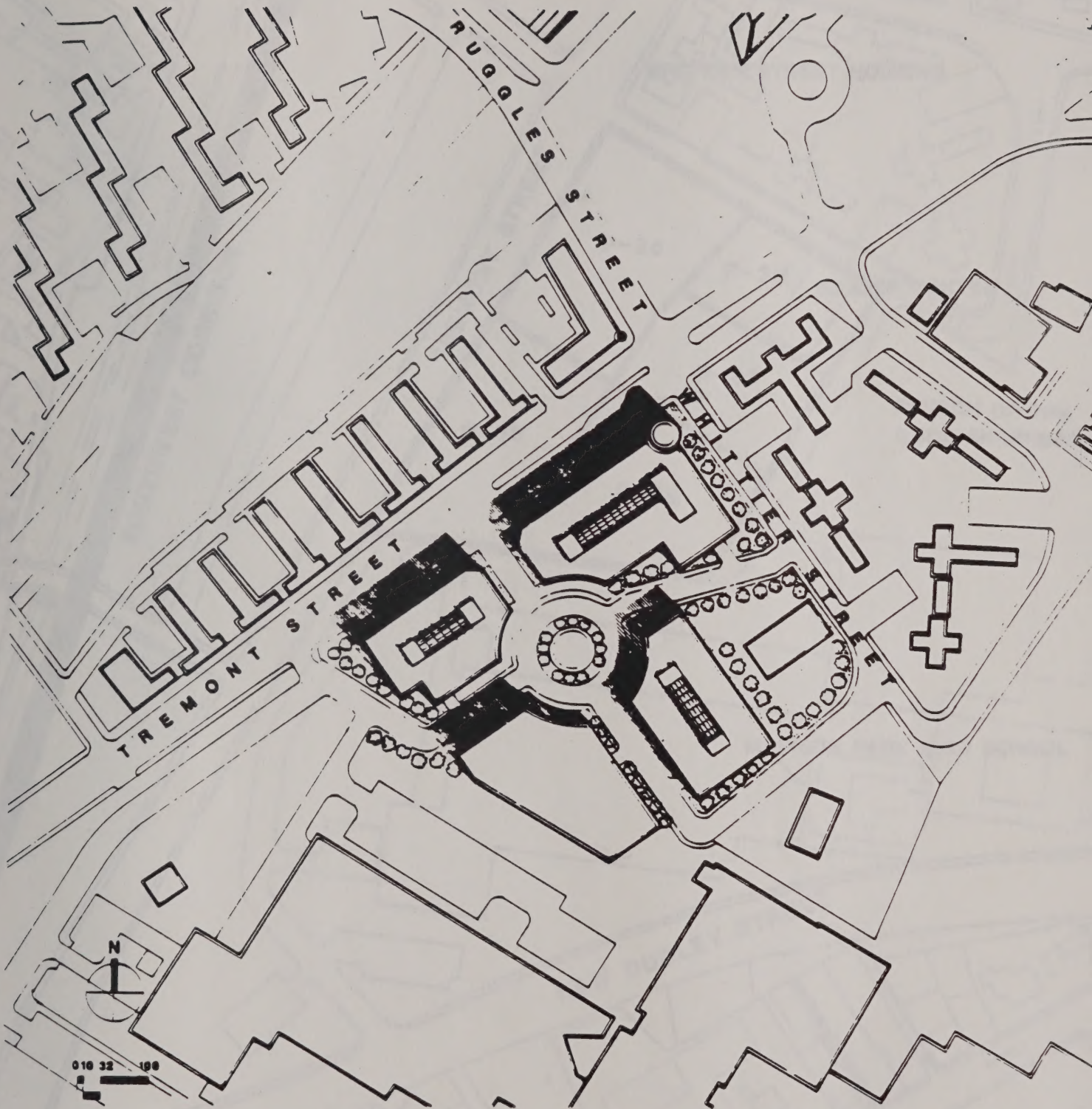
3. That the Secretary is hereby authorized and directed to publish notice of the proposed disposal transaction in accordance with Section 105(E) of the Housing Act of 1949, as amended, including information with respect to the "Redeveloper's Statement for Public Disclosure" (Federal Form H-6004).

PARCEL 3 DEVELOPMENT STUDY

LOCATION



PARCEL 3 DEVELOPMENT STUDY



SOUTHWEST CORRIDOR

TREMONT STREET

WHITTIER STREET HOUSING

HEATH CENTER

**CHURCH OF THE
GOOD SHEPHERD**

MADISON PARK HIGH SCHOOL

NEW DUDLEY STREET

P-3c

P-3d

P-3e

P-3b

P-3g

ST FRANCIS

BAYNOR

STREET

CADOT

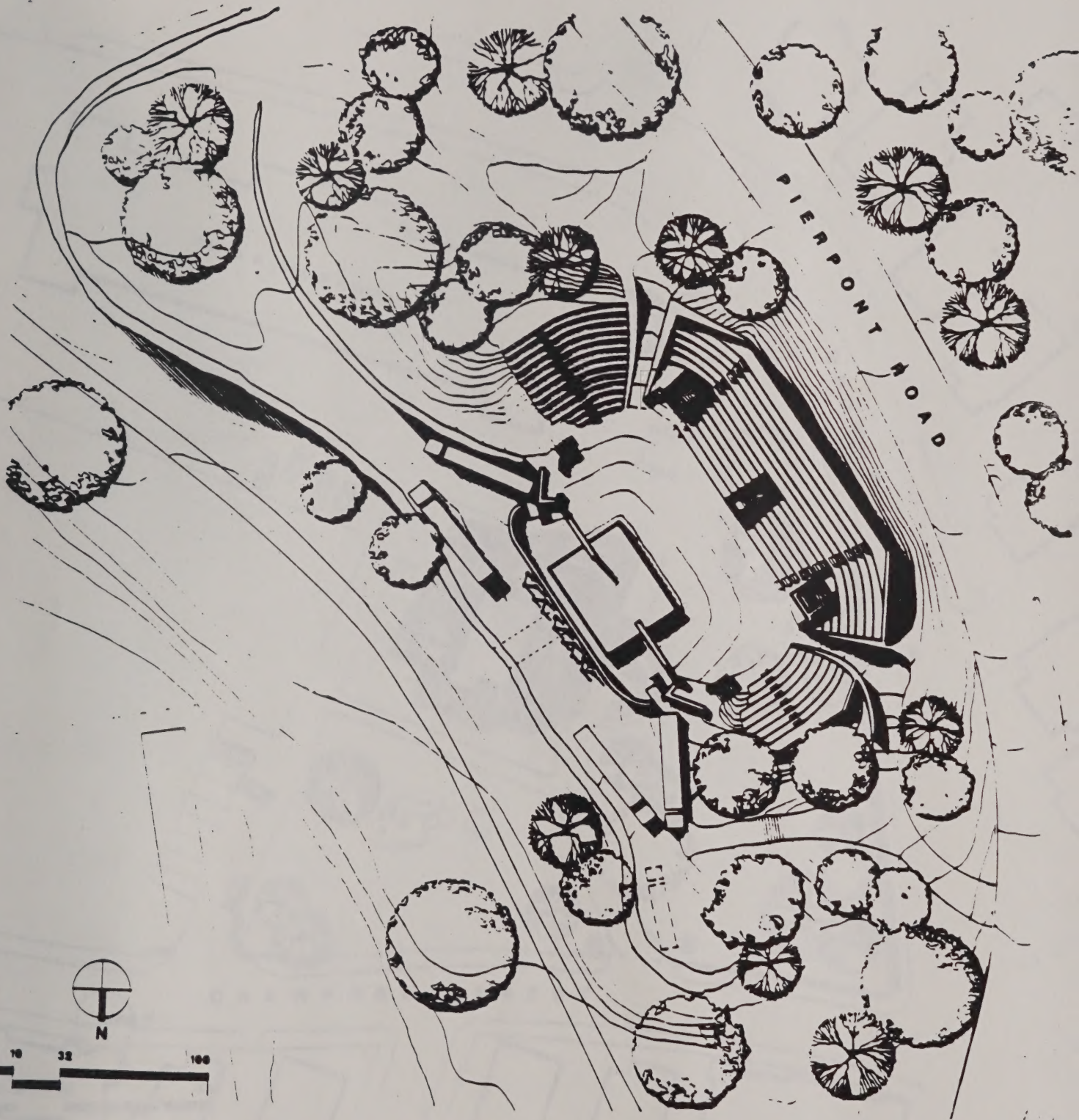
STREET

STREET

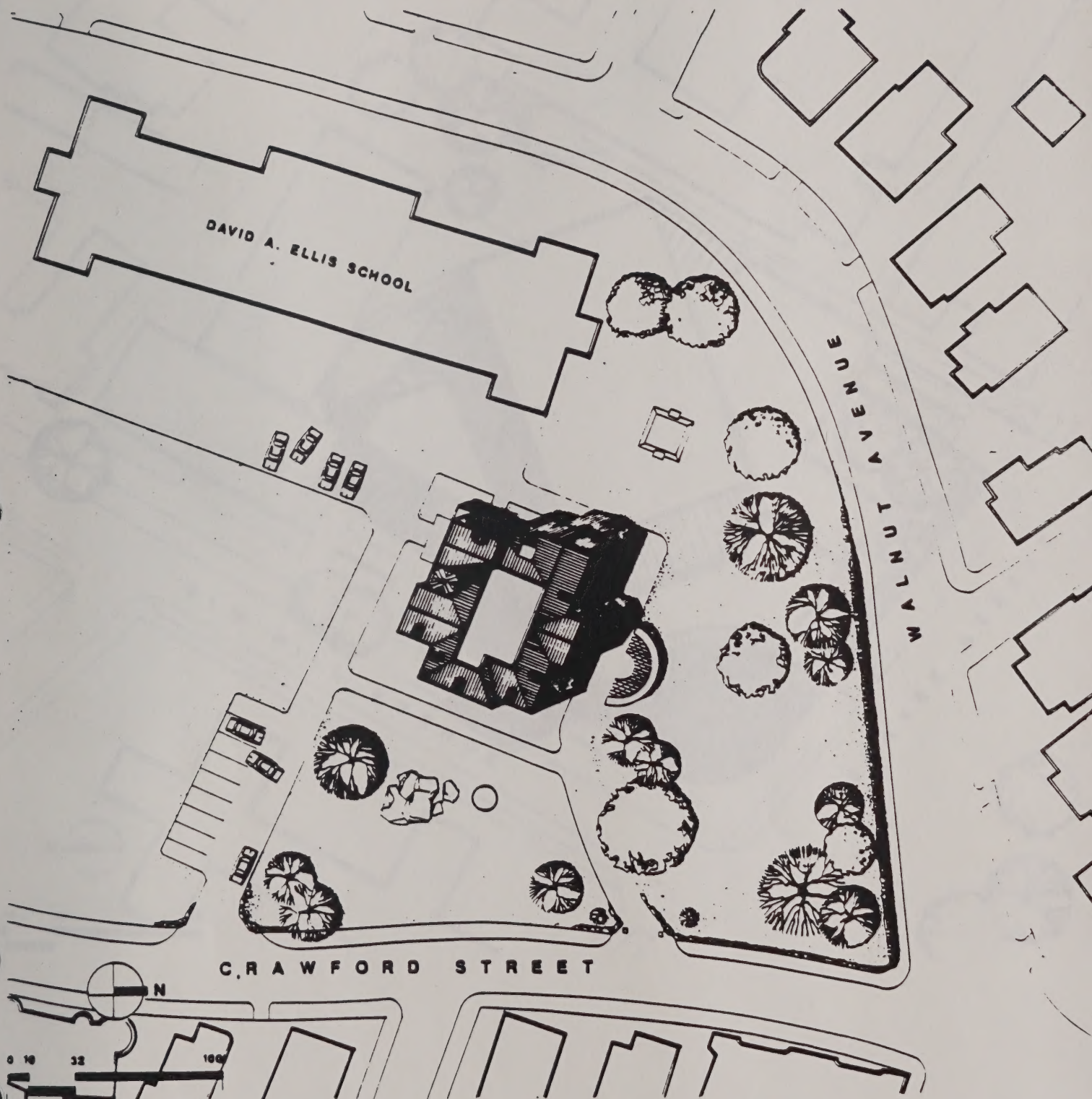
JOHN ELIOT SQUARE

DUDLEY

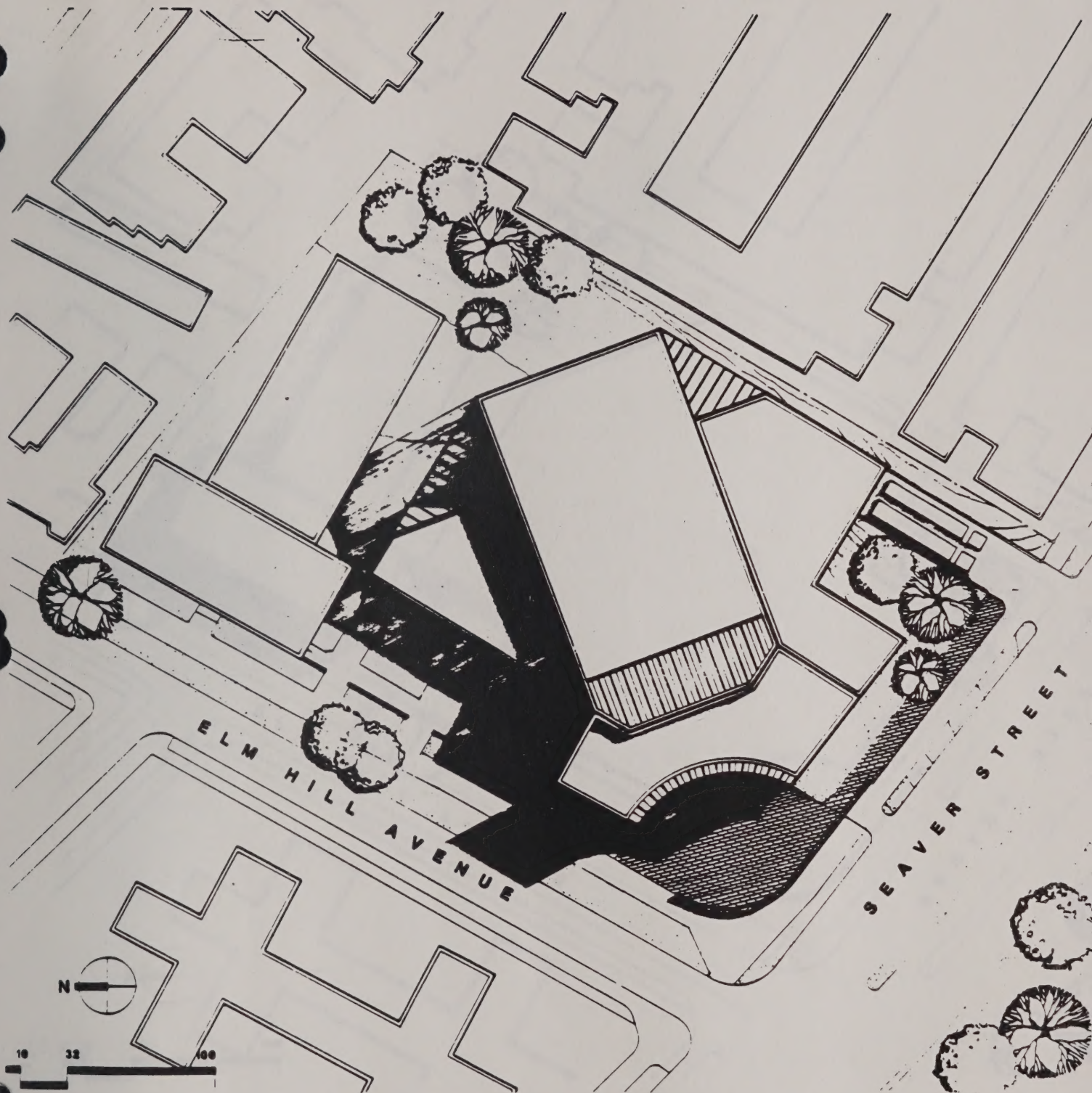
PLAYHOUSE IN THE PARK



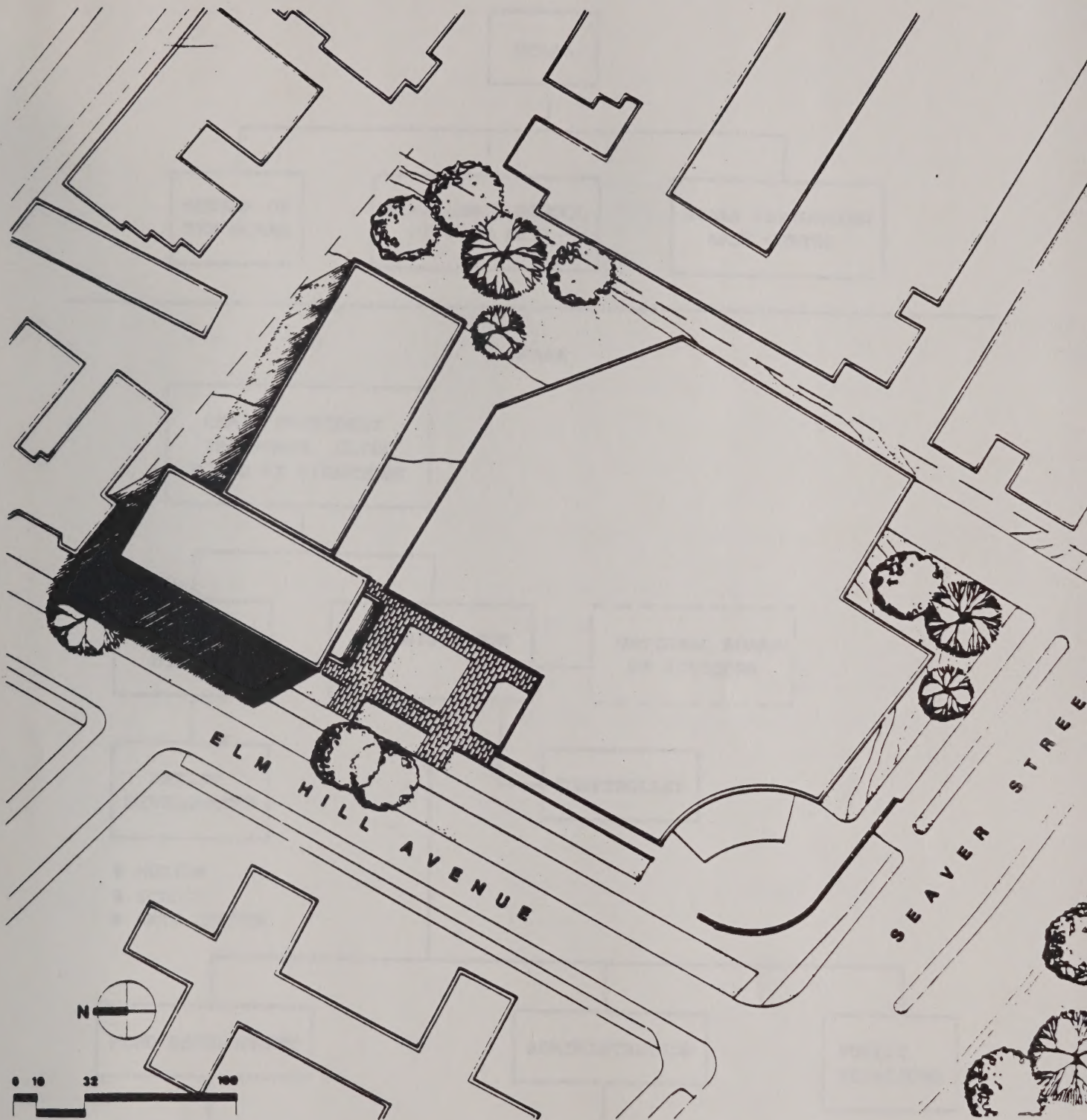
THE MUSEUM



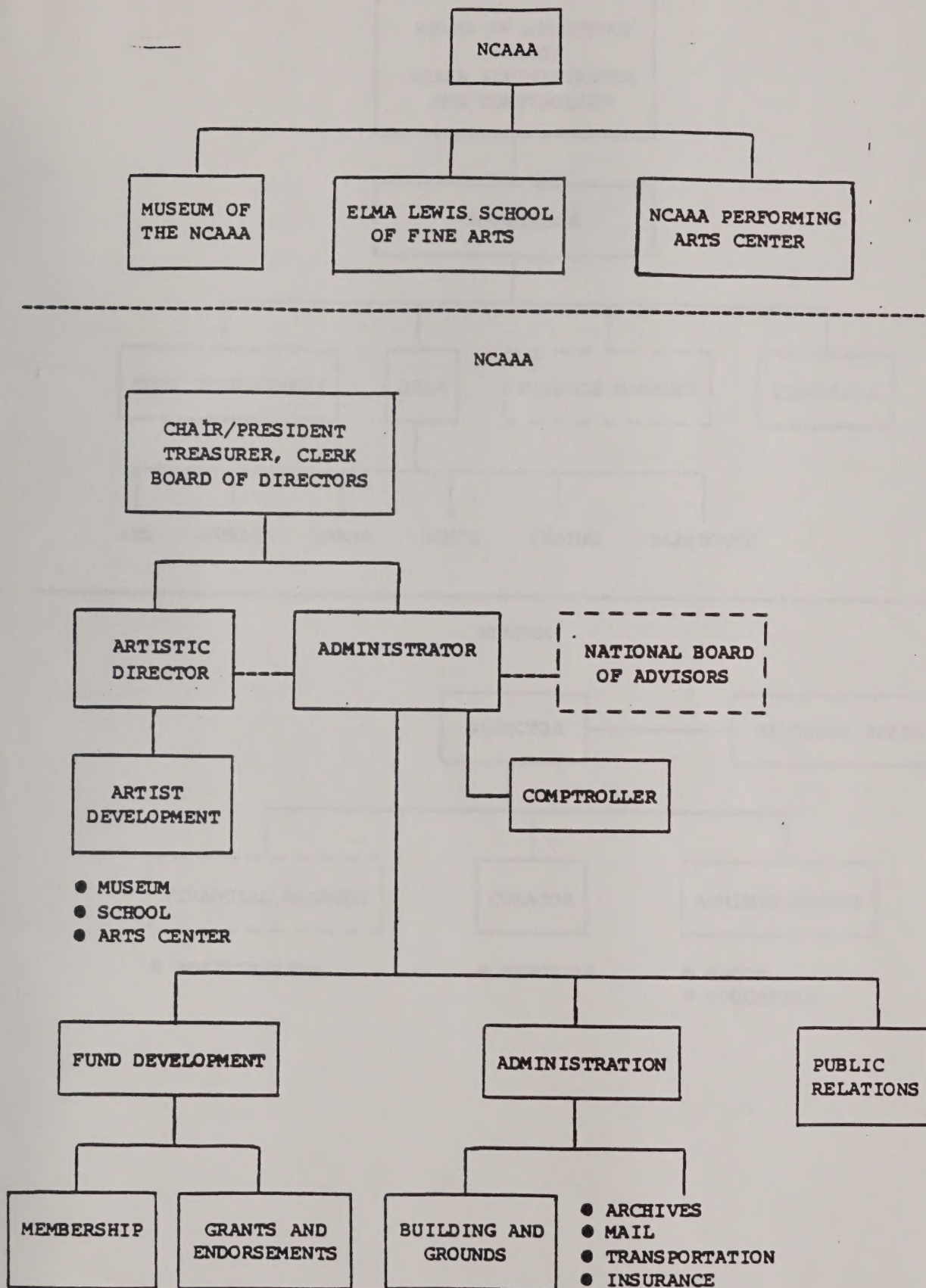
PERFORMING ARTS CENTER



ELMA LEWIS SCHOOL OF FINE ARTS

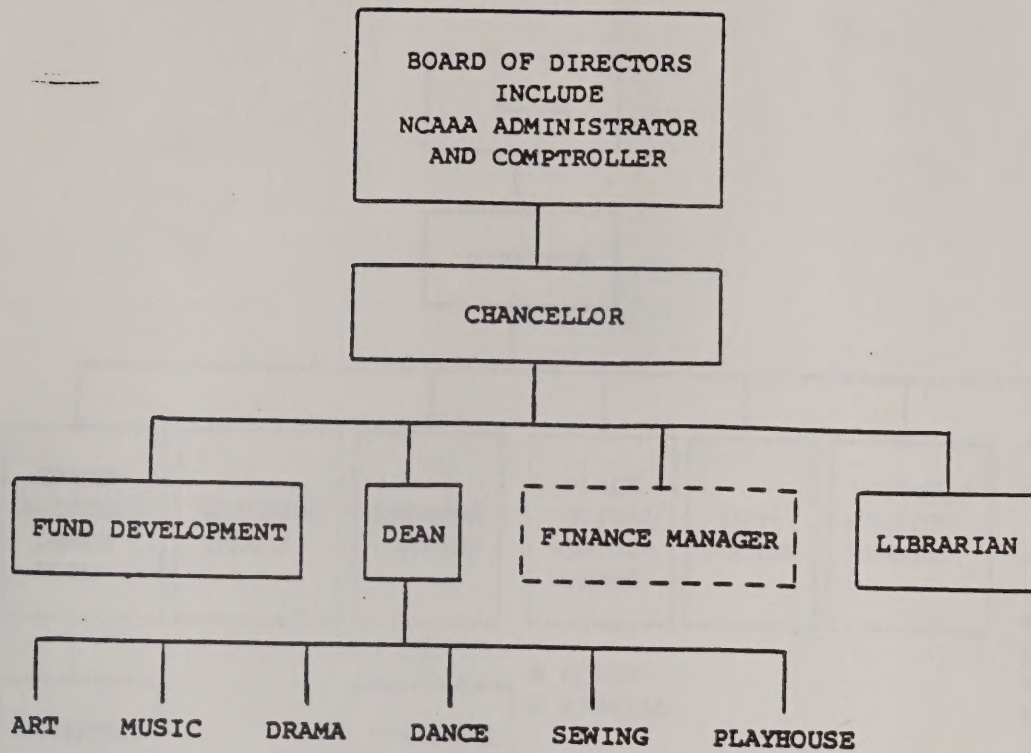


THE NATIONAL CENTER OF AFRO-AMERICAN ARTISTS ORGANIZATION

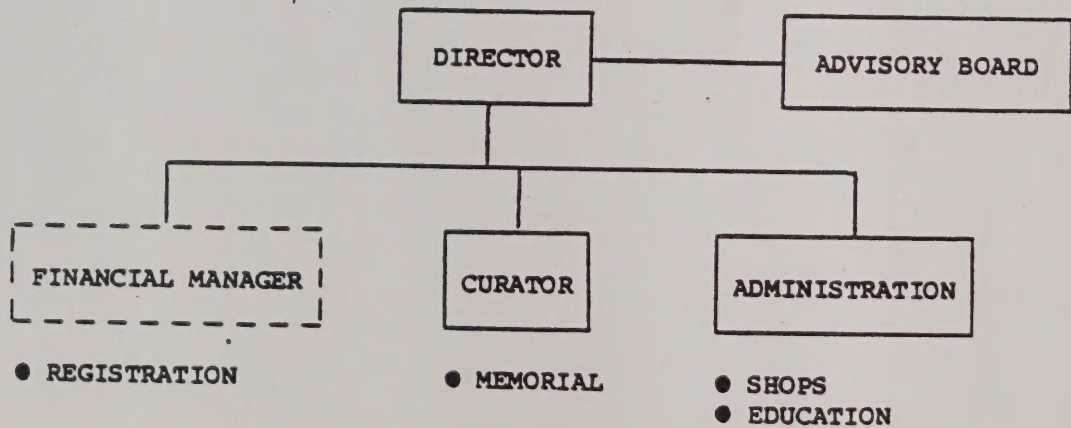


THE ARTS CENTER, SCHOOL, AND MUSEUM WILL PAY A
MANAGEMENT FEE TO NCAAA FOR SERVICES PERFORMED

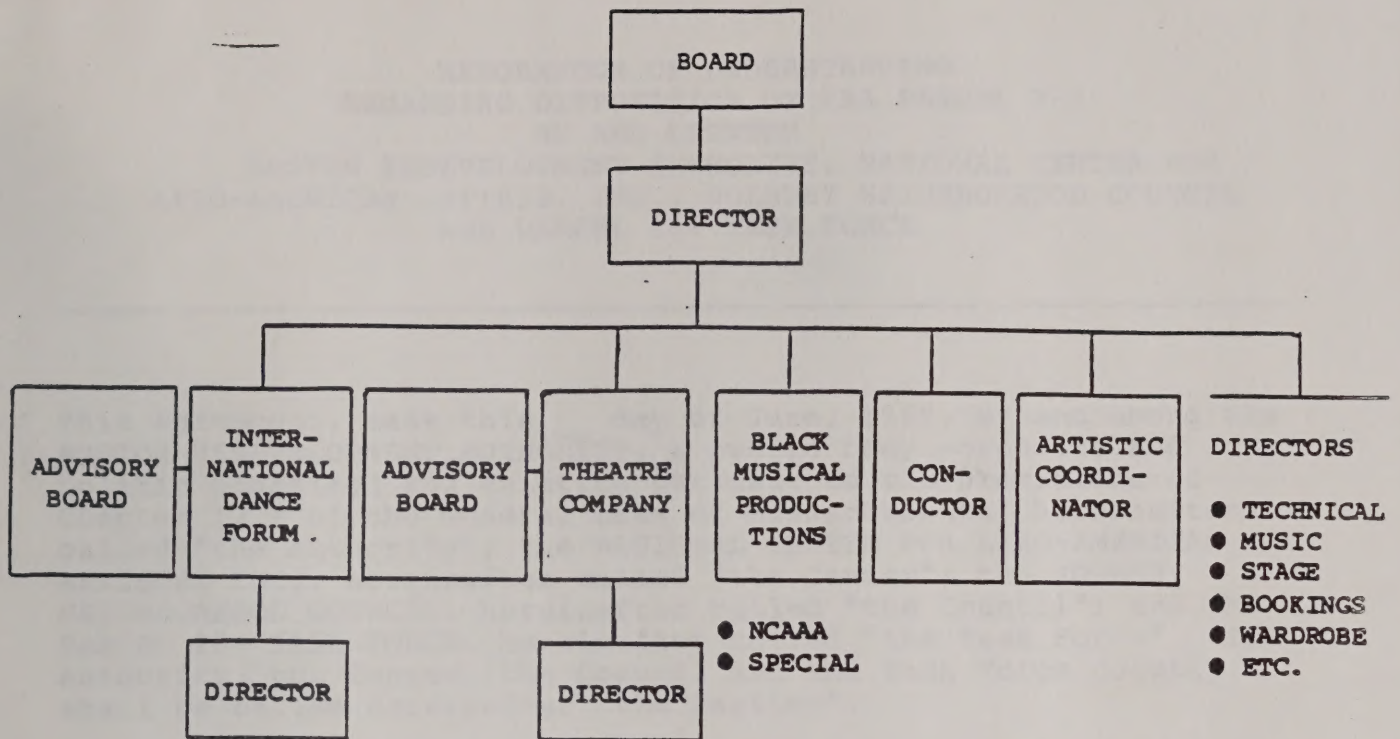
SCHOOL



MUSEUM



ARTS CENTER



MEMORANDUM OF UNDERSTANDING
REGARDING DISPOSITION OF BRA PARCEL P-3
BY AND BETWEEN
BOSTON REDEVELOPMENT AUTHORITY, NATIONAL CENTER FOR
AFRO-AMERICAN ARTISTS, INC., ROXBURY NEIGHBORHOOD COUNCIL
AND PARCEL 18+ TASK FORCE

This Agreement, made this ___ day of June, 1988, by and among the BOSTON REDEVELOPMENT AUTHORITY, a public body corporate and politic organized and existing pursuant to the provisions of Chapter 121B of the General Laws of Massachusetts, hereinafter called "the Authority"; the NATIONAL CENTER FOR AFRO-AMERICAN ARTISTS, INC., hereinafter called "the Center"; the ROXBURY NEIGHBORHOOD COUNCIL, hereinafter called "the Council"; and the PARCEL 18+ TASK FORCE, hereinafter called "the Task Force". The Authority, the Center, the Council and the Task Force jointly shall be called hereinafter "the Parties".

WHEREAS, the Parties have a continuing interest in the orderly development of the parcel of land designated as Parcel P-3, located at Tremont and Ruggles Streets in Roxbury; and

WHEREAS, in keeping with its commitment to the arts community, the City of Boston has proposed to link the development of Parcel P-3 ("the Project") with the renovation and expansion of facilities for the Center; and

WHEREAS, the Authority staff shall propose to its Board of Directors that the Center be designated as co-redeveloper for the Project; and

WHEREAS, the Authority as disposition agency, the Center as potential co-redeveloper, and the Council and the Task Force as the representatives of the Roxbury community have expressed their mutual desire to cooperate and collaborate with one another in the preparation of Request for Proposals ("RFP"), the evaluation of developer proposal submissions, and the recommendation of a development partner for the Center ("Co-redeveloper") to implement the Project;

NOW, THEREFORE, the Parties do mutually agree as follows:

- (1) The Authority Director, upon the authorization of the Authority Board, and in cooperation with the Council, the Center and the Task Force, shall establish a Project Review Committee for the Project. Each of the following organizations shall be invited to designate a representative to the Project Review Committee:

Whittier Street Community Health Center
Whittier Street Housing Task Force
Mission Hill Extension Tenant Task Force
United Neighbors of Lower Roxbury
St. Francis DeSales Church
Connolly's Tavern
St. Cyprian's Church
Good Shepherd Church of God in Christ
ROXSE Homes
Boston School Department
Mayor's Office of Jobs and Community Services

Representatives of the Parties shall be non-voting members of the Project Review Committee. A member of the Committee representing the Council shall serve as its chairperson. The Authority will provide staff and support services for the Project Review Committee.

- (2) The Project Review Committee and the Parties shall work together as an Advisory Panel, consisting of two representatives each from the Project Review Committee, the Council, the Center, the Task Force and the Authority. The Advisory Panel will formulate guidelines for the RFP, evaluate development proposals submitted in response to the RFP, and select a Co-redeveloper to be recommended to the Authority for its approval.
- (3) The goal of the Advisory Panel shall be to accomplish the disposition and development of Parcel P-3 in a manner that is beneficial to the Roxbury community and consistent with the objectives of the Authority and the Center. Towards that end, the deliberations of the Advisory Panel shall be finalized based on consensus of a majority of its members, and reflected in the recommendations submitted to the Authority for its approval. These recommendations shall be made within the time frames specified below, with no more than one extension to be granted for each time frame, in the discretion of the Authority Director:
 - a. The RFP shall be finalized within ninety days of the date of execution of this Agreement.
 - b. Evaluation of developer submissions and development of a short list of development teams, if required, shall be finalized within a period of sixty days from the date set for the receipt of responses to the RFP.
 - c. Selection of a development partner for the Center, including evaluation of developer proposals, shall be finalized within 120 days from the date set for the receipt of responses to the RFP.

- (4) Agreement by the members of the Advisory Panel, or any of them, on the final Request for Proposals, the evaluation of the developer submissions, or the selection of a Co-redeveloper shall not be unreasonably withheld. If majority consensus cannot be reached within the times specified, the Authority Director shall have the right to extend the decision period for a period of time not to exceed thirty days, in accordance with the provisions of Paragraph (3) of this Agreement. At the end of this period, the Authority staff shall finalize the RFP or develop a short list of development teams or make a recommendation regarding developer selection to the Authority Board, as the case may be. Any member of the Advisory Panel dissenting from the recommendation of the majority shall have the opportunity to make a separate recommendation to the Authority.
- (5) This Agreement shall remain in full force and effect from the date of execution through the date of tentative designation by the Authority of a Co-redeveloper. The Project Review Committee, established in Paragraph (1) of this Agreement, shall continue in existence throughout the life of the Project, its role to be established by subsequent written Agreement of the Parties.
- (6) The Agreement may be amended by mutual consent of the Parties, in writing.
- (7) The terms and conditions of this Agreement shall not abrogate or conflict with the responsibilities of the Authority established by State and Federal law.

IN WITNESS THEREOF, the Parties have caused this Agreement to be executed by the officers duly authorized:

ATTEST:

BOSTON REDEVELOPMENT AUTHORITY

By: _____
Stephen Coyle, Director

ATTEST:

NATIONAL CENTER FOR
AFRO-AMERICAN ARTISTS, INC.

By: _____
Charles Desmond, Chairman

ATTEST:

ROXBURY NEIGHBORHOOD COUNCIL

By: _____

Kenneth Wade, Chairman

ATTEST:

PARCEL 18+ TASK FORCE

By: _____

Rev. Tony Bethel, Chairman

NATIONAL CENTER OF AFRO-AMERICAN ARTISTS, INC.

The following statement is a brief description of the proposed reorganized corporate and management structure of National Center of Afro-American Artists, Inc. ("NCAAA"). NCAAA is a Massachusetts non-profit corporation organized under Chapter 180 of the Massachusetts General Laws. NCAAA will restate its Articles of Organization and adopt new By-Laws intended to provide an organizational and administrative structure which is consistent with relevant Massachusetts statutes and flexible enough to facilitate the activities in which NCAAA is now involved and presently proposes to become involved.

The general management of the affairs of NCAAA will be vested in a Board of Trustees of not less than fifteen (15) and not more than twenty-five (25) Trustees elected by a Board of Overseers of not more than fifty (50) Overseers. The Board of Trustees generally will act through its Executive Committee which Committee will approve actions to be taken by NCAAA between quarterly meetings of the Board of Trustees. NCAAA will carry out other activities through other committees of the Board of Trustees, including a Development Committee, a Finance and Investment Committee, a Nominating Committee, an Audit Committee, a Facility Committee and various Visiting Committees. A member of the Board of Trustees shall act as chairperson of each committee and individuals other than Trustees and Overseers may be appointed to committees from time to time.

The day to day operations of NCAAA will be administered by its President, Artistic Director, Treasurer and Comptroller. The President will be responsible for coordinating and managing day to day business operations of NCAAA, reporting directly to the Board of Trustees. The Artistic Director will be responsible for defining, coordinating and managing the arts and educational mission of NCAAA as stated in the Articles of Organization of NCAAA, reporting directly to the Board of Trustees. The Treasurer will oversee the activities of the Comptroller and will report directly to the Board of Trustees on the activities of the Comptroller, the Audit Committee and the Finance and Investment Committee. The Comptroller will be responsible for supervising the accounts and maintaining records of expenditures of NCAAA and for preparing annual operating budgets for approval of the Executive Committee or the Board of Trustees. No expenditures of NCAAA funds will be made without the prior approval of the President or the Treasurer.

With respect to the expenditure and allocation of funds proposed to be provided to NCAAA under the City of Boston's Cultural Institution Development Linkage Program, NCAAA proposes to operate in accordance with the approach described in Attachment A hereto.

June 7, 1988

NATIONAL CENTER OF AFRO-AMERICAN ARTISTS

Organization and Management Structure Attachment A

The objectives and components of the NCAAA institutional development project are summarized in a Technical Memorandum (January 1988) which outlines the strategy to finance proposed facility improvements and to establish an endowment fund for NCAAA program operations and facility maintenance. The NCAAA Facility Feasibility Report (April 1988) describes the scope and recommended construction phasing for the proposed \$30 million capital improvement plan. An initial assessment of potential 'linkage' revenue which could be generated from Parcel 3 development for projected NCAAA capital and operating needs is contained in a separate report prepared by NCAAA consultants and BRA staff (February 1988).

The BRA, NCAAA, Roxbury Neighborhood Council, and Parcel 18+ Task Force will execute a Memorandum of Understanding at the time of NCAAA designation as co-developer of the Parcel 3 'linkage' site. This agreement will define the process, responsibilities and general timeframe for preparing the Request for Proposals to select the NCAAA developer partner for the project. Prior to BRA final designation of the NCAAA development team for the Parcel 3 project, the terms of the 'linkage agreement' will be finalized. Based on preliminary analysis of proposed Parcel 3 development, an estimated \$4 million in 'linkage' funds could be available during 1989-1992 for NCAAA capital improvements and an annual income of approximately \$700,000 could be provided for the NCAAA endowment fund beginning in 1994.

The overall management of NCAAA participation in the City of Boston's disposition of land for development of cultural facilities, including allocation and expenditure of funds, will be primarily the responsibility of the NCAAA Finance and Investment Committee, reporting to the Board of Trustees in accordance with NCAAA By-laws. The day-to-day implementation of NCAAA activities related to the proposed Parcel 3 'linkage' development project will be the responsibility of the President. NCAAA will retain a Parcel 3 Project Manager who will report directly to the President. The NCAAA has contracted the services of a Development Consultant to coordinate NCAAA facility improvements and real estate development activities and has engaged legal counsel to effectuate related organizational arrangements and financial agreements.

MEMORANDUM

JUNE 9, 1988

TO: BOSTON REDEVELOPMENT AUTHORITY AND
STEPHEN COYLE, DIRECTOR

FROM: RICARDO A. MILLETT, ASSISTANT DIRECTOR FOR
NEIGHBORHOOD HOUSING AND DEVELOPMENT

SUBJECT: TENTATIVE DEVELOPER DESIGNATION OF THE NATIONAL
CENTER OF AFRO-AMERICAN ARTISTS, INC. (NCAAA)
AS CO-REDEVELOPER OF PARCELS P3-c, P3-d, P3-e,
P3-g, AND PORTIONS OF PARCEL P3-b IN THE CAMPUS
HIGH SCHOOL URBAN RENEWAL AREA - PROJECT MASS.
R-129; AUTHORIZATION FOR DIRECTOR TO WORK WITH
SPECIFIED COMMUNITY GROUPS AND NCAAA TO ESTABLISH
PROJECT REVIEW COMMITTEE; AUTHORIZATION FOR
DIRECTOR TO EXECUTE MEMORANDUM OF UNDERSTANDING.

SUMMARY: THIS MEMORANDUM REQUESTS TENTATIVE DESIGNATION
OF THE NATIONAL CENTER OF AFRO-AMERICAN ARTISTS,
INC. (NCAAA) AS CO-REDEVELOPER OF PARCELS P3-c,
P3-d, P3-e, P3-g, and PORTIONS OF PARCEL P3-b
IN THE CAMPUS HIGH SCHOOL URBAN RENEWAL AREA
AND REQUESTS APPROVAL TO COMMENCE PREPARATION
OF A REQUEST FOR PROPOSALS SEEKING A
CO-REDEVELOPER FOR THIS PARCEL. AUTHORIZATION
IS ALSO REQUESTED FOR THE DIRECTOR TO WORK WITH
THE NCAAA, THE PARCEL 18+ TASK FORCE, AND THE
ROXBURY NEIGHBORHOOD COUNCIL TO ESTABLISH A
PROJECT REVIEW COMMITTEE, AND TO ENTER INTO
A MEMORANDUM OF UNDERSTANDING WITH THESE GROUPS
THAT OUTLINES THE PROPOSED DEVELOPMENT REVIEW
PROCESS.

BACKGROUND

The National Center of Afro-American Artists, Inc. (NCAAA) was established in 1968 as a cultural, educational institution dedicated to the preservation and extension of the culture of Afro-American artists. Over the years, the NCAAA has played a major role in providing the cultural history of people of color at the local, national and international level. The Center is comprised of two

existing facilities which it plans to renovate; the Museum of the NCAAA on Walnut Street which specializes in exhibitions, collections, research, publications, and education; and the Elma Lewis School of Fine Arts, which, when operational, will serve as the teaching component of the Center focusing on the visual and performing arts.

In an effort to expand its cultural role in the City of Boston, the NCAAA is proposing to develop two additional facilities; the Performing Arts Center which will be built at Elm Hill Avenue and Seaver Street and an outdoor theatre in Franklin Park. The Performing Arts Center will house an International Dance Forum, a Theatre Company and Black Musical Productions. The Playhouse in Franklin Park will be used to produce a range of performing arts programs during the summer season.

An undeveloped, predominantly vacant portion of the Campus High School Urban Renewal Project known as Parcel P-3 has been identified as a potential source of NCAAA project linkage funds. Additional sources of funding for NCAAA have been secured through the Commonwealth of Massachusetts' Roxbury Heritage State Park Program with the allocation of \$4 million toward NCAAA facility capital improvements. In an effort to ensure effective management and oversight of the expenditures of public funds, the NCAAA has retained legal counsel to develop the By-laws that will serve as the basis for a reorganization of its corporate and management structure. One aspect of this reorganization will be an administrative structure, which will be flexible enough to facilitate effective expenditure of public funds. A summary of the proposed reorganization of NCAAA's management and corporate structures is attached.

The Boston Redevelopment Authority has provided financial assistance in the amount of \$85,000 to the NCAAA which is being used to finance the preparation of conceptual plans and feasibility studies for the National Center, and preliminary alternative development analyses for parcels owned by the Authority in the Campus High Urban Renewal Project area along Tremont Street.

Pursuant to minor modifications including, parcelization and permitted land uses in the Campus High School Urban Renewal Plan adopted by the Authority on September 25, 1986, Parcels P3-c, P3-d, P3-e, P3-g and portions of Parcel P3-b totalling 295,260 square feet (6.78 acres) have been identified for redevelopment as a cultural linkage project with NCAAA as the co-redeveloper.

PARCEL P-3 PROPOSED DEVELOPMENT

Consultants to NCAAA have analyzed various development programs which would generate economic benefits for the NCAAA facility improvements. The consultants have

recommended a two phase development program totalling 800,000 square feet of retail and office space as follows:

Phase I 365,000 sq. ft. office
 31,000 sq. ft. retail
 430 surface parking spaces

396,000 sq. ft. total Phase I

Phase II 264,000 sq. ft. office
 140,000 sq. ft. 430 car parking structure

404,000 sq. ft. total Phase II

The consultants to NCAAA indicate that this proposal would complement the development proposed for Parcel 18, be consistent with the general emerging character of this portion of the Southwest Corridor, and begin to generate funds to the NCAAA on an annual basis to assist in capital and operational costs of the Center. Each phase of the development program has been structured so that the first phase is functionally, financially, and physically independent.

While the site is predominantly vacant, commitments to the two existing uses, Connolly's Tavern and the Whittier Street Health Center, have been made to insure their continued operation. Under the requirements of the Urban Renewal Project, Connolly's Tavern will be assisted during any required temporary relocation during construction, and offered an opportunity to become a tenant of the new development in Phase I. The Whittier Street Health Center, although not affected by the consultants' plans for the site, have been offered the alternatives of relocation to an adjacent site in which they have expressed interest; relocation as part of the new development; or, remaining in their present location on Whittier Street.

The conceptual plans for the NCAAA facilities and the Campus High parcels have been presented to community groups including abutters to the project area, members of the Parcel 18 Task Force and the Roxbury Neighborhood Council. At a subsequent meeting of the Roxbury Neighborhood Council on May 10, the Council reviewed its previous position, and voted unanimous approval of the proposed Vote of the Authority, and the creation of a Project Review Committee composed of representatives of the BRA staff, the Roxbury Neighborhood Council, NCAAA, Parcel 18+ Task Force and the Roxbury community. The understanding of the Council, the Staff the Center and the Task Force will be formalized in a Memorandum of Understanding that will describe the roles of the parties in the development review process. A draft of the Memorandum is attached.

RECOMMENDATION

Based upon the feasibility analyses conducted to date and the support and interest demonstrated for the NCAAA,

it is recommended that the National Center of Afro-American Artists be tentatively designated as co-redeveloper of Parcels P3-c, P3-d, P3-e, P3-g and portions of Parcel P3-b in the Campus High School Urban Renewal Area. Such tentative designation will be the first step in working toward the preparation of a Request for Proposals (RFP) in cooperation with the NCAAA, Roxbury Neighborhood Council, Parcel 18 Task Force and others. The RFP will be presented to the Authority for approval with a request for advertising for proposals for a co-redeveloper.

Appropriate votes follow:

VOTED: That the Authority accepts the resolution attached hereto providing for Tentative Developer designation of the National Center of Afro-American Artists as co-redeveloper of Disposition Parcels P3-c, P3-d, P3-e, P3-g, and portions of Parcel P3-b in the Campus High School Urban Renewal Project, Mass. R-129; and

VOTED: That the Director be and hereby is authorized to establish, with the Roxbury Neighborhood Council, the NCAAA and Parcel 18+ Task Force a Project Review Committee consisting of residents and organizations from the impacted project area, and that the Roxbury Neighborhood Council, the Project Review Committee, Parcel 18+ Task Force and the National Center, together with BRA staff, shall jointly develop the guidelines and standards for the Request for Proposals and shall jointly recommend a co-developer of Parcel P-3 to the Authority for its approval, and

VOTED: That the Director be and hereby is authorized to execute a Memorandum of Understanding between the Authority, the NCAAA, the Roxbury Neighborhood Council, and the Parcel 18 + Task Force, that will establish the roles of these groups and the Project Review Committee in the development review process for this project.